

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

VICTOR REYES, on behalf of himself and all
other similarly situated persons,

Plaintiffs,

v.

SEARS HOLDING CORPORATION, SEARS,
ROEBUCK & COMPANY and XPO
LOGISTICS, INC. successor-in-interest to 3PD,
INC.,

Defendants.

Case No. 2:17-cv-04719 (JMA)(AKT)

**[PROPOSED] CONSENT
ORDER GRANTING
SUBSTITUTION OF COUNSEL**

THIS MATTER having been presented to the Court with the consent of all of the undersigned for an Order granting substitution of the law firm of DLA Piper LLP (US) for and in place of the law firm of Jackson Lewis, P.C. as counsel of record for Defendant XPO Logistics, Inc.; and the Court having considered this submission and the written consent of all of the undersigned; and the Court having reviewed the attached declaration submitted in support of this [Proposed] Consent Order Granting Substitution of Counsel pursuant to Local Civil Rule 1.4 of the United States District Courts for the Southern and Eastern Districts of New York; and for good cause having been shown;

IT IS HEREBY ORDERED that the law firm of DLA Piper LLP (US) (attorneys Britt C. Hamilton, New York State Bar No. 5019518; and Michael J. Sheehan, New York State Bar No. 5043633),¹ shall and are hereby substituted as counsel of record for Defendant XPO

¹ DLA Piper LLP (US) is preparing a motion for admission *pro hac vice* of Michael J. Sheehan (New York State Bar No. 5043633).

Logistics, Inc., for and in place of the law firm of Jackson Lewis, P.C. (attorneys Jeffrey H. Newhouse and Noel P. Tripp)²; and

IT IS HEREBY FURTHER ORDERED that attorneys Jeffrey H. Newhouse and Noel P. Tripp of the law firm of Jackson Lewis, P.C. shall and are hereby granted leave to withdraw as counsel of record for Defendant XPO Logistics, Inc.; and

IT IS HEREBY FURTHER ORDERED that attorneys Jeffrey H. Newhouse and Noel P. Tripp of the law firm of Jackson Lewis, P.C. shall be removed from the docket and terminated from receiving future ECF notices in this action; and

IT IS HEREBY FURTHER ORDERED that all ECF notices, pleadings, notices of hearing, and other filings in this matter should be served upon incoming counsel, whose contact information is as follows:

Britt C. Hamilton (Britt.Hamilton@dlapiper.com)
DLA PIPER LLP (US)
1251 Avenue of the Americas
New York, New York 10020
Telephone: (212) 335-4500
Facsimile: (212) 335-4501

SO ORDERED.

The Honorable A. Kathleen Tomlinson
United States Magistrate Judge

Dated: _____, 2018

² On November 20, 2017, withdrawing counsel for Defendant XPO Logistics, Inc. filed with the consent of Plaintiff's counsel a joint stipulation substituting XPO Last Mile, Inc. as named defendant in place of XPO Logistics, Inc. (ECF No. 22), which joint stipulation remains *sub judice*.

We, the undersigned, consent to the entry and form of the above order granting substitution of counsel, and hereby consent and agree to the substitution of DLA Piper LLP (US) as counsel of record for Defendant XPO Last Mile Inc., incorrectly named in the caption as XPO Logistics, Inc.:

JACKSON LEWIS, P.C.

DLA PIPER LLP (US)

/s/ Jeffrey H. Newhouse
Jeffrey H. Newhouse
701 East Byrd Street, 17th Floor
Richmond, Virginia 23219
Tel.: (212) 257-6800
E-mail: Jeffrey.Newhouse@jacksonlew.com

/s/ Britt C. Hamilton
Britt C. Hamilton
1251 Avenue of the Americas, 27th Floor
New York, New York 10020
Tel.: (212) 335-4500
E-mail: Britt.Hamilton@dlapiper.com

/s/ Noel P. Tripp
Noel P. Tripp
58 South Service Road, Suite 250
Melville, New York 11747
Tel.: (631) 247-0404
E-mail: Trippn@jacksonlewis.com

Michael J. Sheehan (*pro hac vice application forthcoming*)
444 West Lake Street, Suite 900
Chicago, Illinois 60606
Tel.: (312) 368-4000
E-mail: Michael.Sheehan@dlapiper.com

Outgoing attorneys for Defendant XPO Last Mile, Inc. (incorrectly named in the caption as XPO Logistics, Inc.)


Incoming attorneys for Defendant XPO Last Mile Inc. (incorrectly named in the caption as XPO Logistics, Inc.)

Dated: January 10, 2018

Dated: January 10, 2018

I, the undersigned, consent to the entry and form of the above order granting substitution of counsel, and hereby consent and agree to the substitution of DLA Piper LLP (US) as counsel of record for Defendant XPO Last Mile Inc., incorrectly named in the caption as XPO Logistics, Inc.:

Defendant XPO LAST MILE, INC.
(incorrectly named in the caption as XPO Logistics, Inc.)

Name (signature): 
Name (print): Benjamin Faino
Title: SVP and General Counsel
Dated: January 10, 2018

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

VICTOR REYES, on behalf of himself and all
other similarly situated persons,

Plaintiffs,

v. `

SEARS HOLDING CORPORATION, SEARS,
ROEBUCK & COMPANY and XPO LAST
MILE, INC., successor-in-interest to 3PD, INC.,

Defendants.

Case No. 2:17-cv-04719 (JMA)(AKT)

**DECLARATION OF BRITT C.
HAMILTON IN SUPPORT OF
CONSENT ORDER GRANTING
SUBSTITUTION OF COUNSEL**

I, BRITT C. HAMILTON, declare under penalty of perjury as follows:

1. I am an attorney duly admitted to practice law in the courts of the State of New York (Bar No. 5019518) and in the United States District Court for the Eastern District of New York. I am an associate with the law firm of DLA Piper LLP (US).

2. I respectfully submit this declaration, pursuant to Local Civil Rule 1.4 of the United States District Courts for the Southern and Eastern Districts of New York, in support of the attached [Proposed] Order Granting Substitution of Counsel substituting the law firm of DLA Piper LLP (US) in place of the law firm of Jackson Lewis, P.C. as counsel of record for defendant XPO Last Mile, Inc., incorrectly named in the caption as XPO Logistics, Inc.

3. XPO Last Mile, Inc. has requested that DLA Piper LLP (US) represent it in this action and has consented to the withdrawal of Jackson Lewis, P.C.

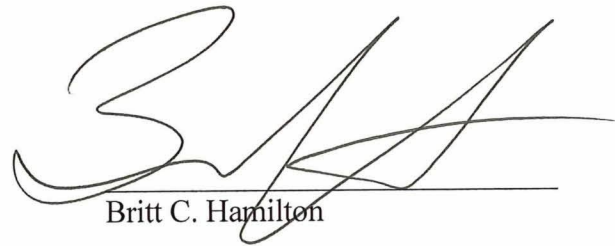
4. The proposed substitution will not prejudice or unnecessarily delay this action. The action was commenced on August 11, 2017 and remains in its preliminary stages. On November 21, 2017, XPO Last Mile, Inc. filed an answer along with a letter requesting a pre-

motion conference regarding its anticipated partial motion to dismiss and to strike pursuant to Fed. R. Civ. P. 12(b)(6) and 12(f). (ECF Nos. 24, 25.) A pre-motion conference is currently scheduled for January 23, 2018. No further proceedings or hearings have been scheduled in this matter. Accordingly, no unnecessary delay will result from the proposed substitution.

5. Jackson Lewis, P.C. is not asserting a retaining or charging lien.

6. XPO Last Mile, Inc. has made no prior requests for substitution of counsel in this action.

Dated: New York, New York
January 10, 2018



Britt C. Hamilton